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October 26, 2005

#### **VIA HAND DELIVERY**

Hon Ron Jones Chairman Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, Tennessee 37243-0505

Re-

Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications. Inc and DIECA Communications, Inc d/b/a Covad Communications Company Pursuant to Sections 251 and 252 of the Telecommunications

Act of 1996 Docket No. 05-00298

Dear Chairman Jones

Pursuant to Section 252(e) of the Telecommunications Act of 1996, DIECA Communications, Inc. d/b/a Covad Communications Company and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of an executed Amendment to the Interconnection Agreement dated December 19, 2001. The Amendment modifies the Notice provision in the Agreement

Thank you for your attention to this matter.

Suv M Hicks

cc Douglas Carlen, Esq., Covad Communications Company William H Weber, Covad Communications Company

## BEFORE THE TENNESSEE REGULATORY AUTHORITY Nashville, Tennessee

In re:

Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and DIECA Communications, Inc. d/b/a Covad Communications Company Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Docket	No.	
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# PETITION FOR APPROVAL OF THE AMENDMENT TO THE INTERCONNECTION AGREEMENT NEGOTIATED BETWEEN BELLSOUTH TELECOMMUNICATIONS, INC. AND DIECA COMMUNICATIONS, INC. D/B/A COVAD COMMUNICATIONS COMPANY PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, DIECA Communications, Inc. d/b/a Covad Communications Company ("Covad") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated December 19, 2001 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Covad and BellSouth state the following:

- 1. Covad and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Covad. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on February 23, 2004.
- 2. The parties have recently negotiated an Amendment to the Agreement which modifies the Notice provision in the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

- 3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Covad and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.
- 4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and Covad within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement with the public interest, convenience and necessity.
- 5. Covad and BellSouth aver that the Amendment is consistent with the standards for approval.
- 6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, BellSouth shall make available the entire Interconnection Agreement filed and approved pursuant to 47 USC Section 252.

Covad and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This <u>day of</u> 0, 2005.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC

By:

Guy M. Hicks

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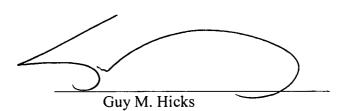
Attorney for BellSouth

#### CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the day of 2005:

Douglas Carlen, Esq. Assistant General Counsel Covad Communications Company 3420 Central Expressway Santa Clara, CA 95051

William H. Weber Vice President, External Affairs Covad Communications Company 1230 Peachtree Street, NE 19<sup>th</sup> Floor, Promenade II Atlanta, GA 30309



#### Amendment to the Agreement Between

### DIECA Communications, Inc. d/b/a Covad Communications Company

#### BellSouth Telecommunications, Inc. Dated December 19, 2001

Pursuant to this Amendment, (the "Amendment"), DIECA Communications, Inc d/b/a Covad Communications Company ("Covad"), and BellSouth Telecommunications, Inc ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 19, 2001 ("Agreement") to be effective upon the date of the last signature executing the Amendment ("Effective Date")

WHEREAS, BellSouth and Covad entered into the Agreement on December 19, 2001, and,

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows

- 1 The Parties hereby agree to delete Section 21 1 of the General Terms and Conditions and replace it with a new Section 21 1 as follows
  - "21 1 Every notice, consent or approval of a legal nature, required or permitted by this Agreement shall be in writing and shall be delivered either by hand, by overnight courier or by US mail postage prepaid, or email if an email address is listed below, addressed to

#### BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager 600 North 19<sup>th</sup> Street, 10<sup>th</sup> Floor Birmingham, AL 35203

and

ICS Attorney Suite 4300 675 West Peachtree Street Atlanta, GA 30375

DIECA Communications, Inc. d/b/a Covad Communications Company

Douglas Carlen, Esq 110 Rio Robles San Jose, CA 95134

and

Colette Davis Vice President, External Affairs 1230 Peachree Street NE Suite 1900 Atlanta, GA 30309

or at such other address as the intended recipient previously shall have designated by written notice to the other Party "

- 2 All of the other provisions of the Agreement, dated December 19, 2001, shall remain in full force and effect
- 3 Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

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Name: Kristen Rowe

Title Director

Date 2///

DIECA Communications, Inc. d/b/a Covad Communications Company

By:

Name James A. Kirklar

Title SVP, Strategic Development &

Date: 9/23/05